

Please type a plus sign (+) inside this box ☐

PTO/SB/01 (8-00) (MODIFIED)

Approved for use through 6/30/08. OMB 0851-0032  
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

DECLARATION FOR UTILITY OR DESIGN PATENT APPLICATION		Attorney Docket Number	X-14988		
		First Named Inventor	Robert Alan Gaskald		
		COMPLETE IF KNOWN			
		Application Number			
		Filing Date			
		Group Art Unit			
		Examiner Name			
<input type="checkbox"/> Declaration Submitted with Initial Filing					
<input type="checkbox"/> Declaration Submitted after Initial Filing					
As a below named inventor, I hereby declare that:					
My residence, post office address, and citizenship are as stated below next to my name.					
I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:					
SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES					
the specification of which <input type="checkbox"/> is attached hereto OR <input checked="" type="checkbox"/> was filed on 08/16/2003 as United States Application Number or PCT International					
Application Number PCT/US2003/023266 and was amended on (MM/DD/YYYY) (if applicable).					
I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment specifically referred to above.					
I acknowledge the duty to disclose information which is material to patentability as defined in Title 37 Code of Federal Regulations, § 1.58.					
I hereby claim foreign priority benefits under Title 35, United States Code § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate, or of any PCT international application having a filing date before that of the application on which priority is claimed.					
Prior Foreign Application Number(s)	Country	Foreign Filing Date (MM/DD/YYYY)	Priority Not Claimed	Certified Copy Attached	
			<input type="checkbox"/>	YES	NO
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Additional foreign application numbers are listed on a supplemental priority sheet attached hereto.					
I hereby claim the benefit under Title 35, United States Code § 119(e) of any United States provisional application(s) listed below.					
Application Number(s)	Filing Date (MM/DD/YYYY)		<input type="checkbox"/> Additional provisional application numbers are listed on a supplemental priority sheet attached hereto.		
60/405,053	08/20/2003				

[Page 1]

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PTO/SB/01 (8-96) (MODIFIED)

Approved for use through 9/30/98. OMB 0851-0032  
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE**DECLARATION**

I hereby claim the benefit under Title 35, United States Code §120 of any United States application(s), or § 385(c) of any PCT International application designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations § 1.56 which became available between the filing date of the prior application and the national or PCT International filing date of this application.

U.S. Parent Application Number	PCT Parent Number	Parent Filing Date (MM/DD/YYYY)	Parent Patent Number (if applicable)

☐ Additional U.S. or PCT International application numbers are listed on a supplemental priority sheet attached hereto.

As a named inventor, I hereby appoint the following registered practitioner(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Attorney Name	Reg. No.
Arvie J. Anderson	45,283
Lynn D. Apelgren	48,341
Robert A. Armbrage	27,417
Brian P. Barrett	39,597
Michael T. Bates	34,121
Roger S. Benjamin	27,026
Gary M. Birch	48,881
William R. Boudreaux	35,798
Steven P. Caltrider	38,467
Paul R. Cantrell	38,470
John Cleveland	50,687
Charles E. Cohen	34,665
Donald L. Cornaglio	30,741
Gregory A. Cox	47,504
Paula K. Davis	47,517
John C. Demeter	30,187
Marisha A. Desai	43,685
Paul J. Gayle	38,808
Caren D. Geppert	54,117
Francis O. Glush	44,712
Amy E. Hamilton	33,894
Danica Hostetler	61,820
Thomas E. Jackson	33,064
Soonhee Jang	44,802
Gerard P. Kelsner	43,707
James J. Kelley	41,888

Attorney Name	Reg. No.
Paul J. Kohnenland	31,633
Thomas LaGrandeur	51,026
Robert E. Lee	27,919
James P. Leeds	55,241
Nelson L. Lentz	38,537
Elizabeth A. McGraw	44,846
Douglas K. Norman	33,287
Arlene Palmberg	40,422
Thomas G. Plant	35,784
Edward Prehn	37,212
Grant E. Reed	41,284
David M. Stemerick	40,187
Mark J. Stewart	43,886
Robert D. Taus	40,206
Robert C. Tucker	45,185
Tina M. Tucker	47,145
McChant Vondrahn-Jones	36,711
Gilbert T. Voy	43,972
Thomas D. Webster	38,872
Lawrence T. Welch	29,487
Alexander Wilson	46,782
Mark A. Winter	63,782
MaryAnn Wisnerchen	45,611
Dan L. Wood	48,815

☐ Additional registered practitioner(s) named on a supplemental sheet attached hereto.

Direct all correspondence to:

Name	ELI LILLY AND COMPANY				
Address	ATTN: Dan L. Wood				
Address	Patent Division, P.O. Box 6288				
City	INDIANAPOLIS	State	INDIANA	ZIP	46206-6288
Country	USA	Telephone	(317) 277-3355	Fax	(317) 276-3861

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Name of Sole or First Inventor:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor			
Given Name	Robert	Middle Name	Alan	Family Name	Gadsd
Inventor's Signature		Date		2/8/05	
Residence: City	Indianapolis	State	IN	Country	USA
Address	4431 North Illinois				
Post Office Address	SAME AS ABOVE				
City	Indianapolis	State	IN	Zip	46206
		Country	USA		

☒ Additional inventors are being named on supplement sheet(s) attached hereto.

[Page 2]

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PTO/SBA01 (8-98) (MODIFIED)

Approved for use through 9/30/98. OMB 0651-0032  
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

## DECLARATION

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor				
Given Name	Phillip	Middle Name	Arthur	Family Name	Hipskind	Suffix e.g. Jr.
Inventor's Signature	<i>[Signature]</i>				Date	March 21, 2005
Residence: City	New Palestine	State	IN	Country	USA	Citizenship
Address		4255 Cabin Court				
Post Office Address		SAME AS ABOVE				
City	New Palestine	State	IN	Zip	46163	Country

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor				
Given Name	Cynthia	Middle Name	Darshini	Family Name	Jesudason	Suffix e.g. Jr.
Inventor's Signature	<i>[Signature]</i>				Date	1-31-05
Residence: City	Indianapolis	State	IN	Country	USA	Citizenship
Address		1090 Fleetwood Drive				
Post Office Address		SAME AS ABOVE				
City	Indianapolis	State	IN	Zip	46228	Country

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor				
Given Name	Richard	Middle Name	Todd	Family Name	Pickard	Suffix e.g. Jr.
Inventor's Signature	<i>[Signature]</i>				Date	1-31-05
Residence: City	Noblesville	State	IN	Country	USA	Citizenship
Address		20960 Prairie Baptist Road				
Post Office Address		SAME AS ABOVE				
City	Noblesville	State	IN	Zip	46060	Country

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor				
Given Name	Lisa	Middle Name	Selsam	Family Name	Beavers	Suffix e.g. Jr.
Inventor's Signature	<i>[Signature]</i>				Date	1/31/05
Residence: City	Franklin	State	IN	Country	USA	Citizenship
Address		191 West State Road 252				
Post Office Address		SAME AS ABOVE				
City	Franklin	State	IN	Zip	46208	Country

(Page 3)

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Christopher	Middle Name	Stephen	Family Name	Slodam	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	Longmont	State	CO	Country	USA	Citizenship	USA
Address	4215 Redmond Drive						
Post Office Address	SAME AS ABOVE						
City	Longmont	State	CO	Zip	80503	Country	USA
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Ajay	Middle Name		Family Name	Singh	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	Aurora	State	CA	Country	USA	Citizenship	India
Address	2028 South Evanston Court						
Post Office Address	SAME AS ABOVE						
City	Aurora	State	CO	Zip	80014	Country	USA

[Page 4]

1 Post Office Address

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over to 2<sup>nd</sup> dec.

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PTO/SB/01 (2-98) (MODIFIED)

Approved for use through 9/30/98. OMB 0651-0032  
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

<b>DECLARATION FOR UTILITY OR DESIGN PATENT APPLICATION</b>	Attorney Docket Number	X-14988
	First Named Inventor	Robert Alan Gadaski
	<b>COMPLETE IF KNOWN</b>	
	Application Number	
	Filing Date	
	Group Art Unit	
<input type="checkbox"/> Declaration Submitted with Initial Filing	Examiner Name	
<input type="checkbox"/> Declaration Submitted after Initial Filing		

As a below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES**

the specification of which  
☐ is attached hereto  
OR  
☒ was filed on 08/16/2003 as United States Application Number or PCT International

Application Number PCT/US2003/023266 and was amended on (MM/DD/YYYY) (if applicable).

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment specifically referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37 Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below, by checking the box, any foreign application for patent or inventor's certificate, or of any PCT international application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application Number(s)	Country	Foreign Filing Date (MM/DD/YYYY)	Priority Not Claimed	Certified Copy Attached	
				YES	NO
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

☐ Additional foreign application numbers are listed on a supplemental priority sheet attached hereto.

I hereby claim the benefit under Title 35, United States Code § 119(e) of any United States provisional application(s) listed below.

Application Number(s)	Filing Date (MM/DD/YYYY)
60/405,063	06/20/2002

☐ Additional provisional application numbers are listed on a supplemental priority sheet attached hereto.

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PTO/SB/01 (8-98) (MODIFIED)

Approved for use through 9/30/98, OMB 0851-0032

Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

**DECLARATION**

I hereby claim the benefit under Title 35, United States Code §120 of any United States application(s), or § 365(c) of any PCT International application designating the United States of America, filed below and, thereafter as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations § 1.68 which became available between the filing date of the prior application and the national or PCT International filing date of this application.

U.S. Parent Application Number	PCT Parent Number	Parent Filing Date (MM/DD/YYYY)	Parent Patent Number (if applicable)

☐ Additional U.S. or PCT International application numbers are listed on a supplemental priority sheet attached hereto.

As a named inventor, I hereby appoint the following registered practitioner(s) to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Attorney Name	Reg. No.
Arvis J. Anderson	45,263
Lynn D. Apelgren	45,341
Robert A. Arncliffe	27,417
Brian P. Barrett	30,597
Michael T. Bates	34,121
Roger S. Benjamin	27,025
Gary M. Birch	45,551
William R. Boudreau	35,788
Steven P. Catrider	38,467
Paul R. Carroll	38,470
John Cleveland	50,687
Charles E. Cohen	34,585
Donald L. Conners	30,741
Gregory A. Cox	47,504
Paula K. Davis	47,517
John C. Demeter	30,187
Monisha A. Desai	43,585
Paul J. Gayle	38,908
Caren D. Geppert	54,117
Francis O. Gresh	44,712
Amy E. Hamilton	33,804
Darice Holstman	51,620
Thomas E. Jackson	33,084
Soohye Jang	44,802
Gerald P. Kelsner	43,707
James J. Kelley	41,688

Attorney Name	Reg. No.
Paul J. Kohnkemi	31,533
Thomas LeGrandour	31,026
Robert E. Lee	27,919
James P. Leeds	35,241
Nelson L. Lantz	38,597
Elizabeth A. McGraw	44,848
Douglas K. Norman	33,287
Arlene Palmberg	40,422
Thomas G. Plant	35,764
Edward Prehn	37,212
Grant E. Reed	41,284
David M. Starnick	40,187
Mark J. Stewart	43,836
Robert D. Tius	40,208
Robert C. Tucker	45,185
Tina M. Tucker	47,145
MaChant Vondran-Jones	36,711
Gilbert T. Voy	45,972
Thomas D. Webster	39,872
Laurance T. Welch	29,487
Alexander Wilson	45,782
Mark A. Winter	53,782
MaryAnn Winklerchen	45,511
Dan L. Wood	48,615

☐ Additional registered practitioner(s) named on a supplemental sheet attached hereto.

Direct all correspondence to:

Name	ELI LILLY AND COMPANY		
Address	ATTN: Dan L. Wood		
Address	Patent Division, P.O. Box 6288		
City	INDIANAPOLIS	State	INDIANA
Country	USA	ZIP	46208-6288
Telephone	(317) 277-3988	Fax	(317) 276-3861

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Name of Sole or First Inventor:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor	
Given Name	Robert	Middle Name	Alan
Family Name	Gedaki	Suffix	e.g. Jr.
Inventor's Signature		Date	
Residence: City	Indianapolis	State	IN
Country	USA	Citizenship	USA
Address	4431 North Illinois		
Post Office Address	SAME AS ABOVE		
City	Indianapolis	State	IN
Zip	46208	Country	USA
<input checked="" type="checkbox"/> Additional inventors are being named on supplement sheet(s) attached hereto.			

(Page 2)

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PTO/SB/01 (8-06) (MODIFIED)

Approved for use through 9/30/98. OMB 0851-0032  
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE**DECLARATION**

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Philip	Middle Name	Arthur	Family Name	Hipskind	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	New Palestine	State	IN	Country	USA	Citizenship	USA
Address		4255 Cabin Court					
Post Office Address		SAME AS ABOVE					
City	New Palestine	State	IN	Zip	46163	Country	USA

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Cynthia	Middle Name	Darshini	Family Name	Jesudason	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	Indianapolis	State	IN	Country	USA	Citizenship	USA
Address		1090 Fleetwood Drive					
Post Office Address		SAME AS ABOVE					
City	Indianapolis	State	IN	Zip	46228	Country	USA

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Richard	Middle Name	Todd	Family Name	Pickard	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	Noblesville	State	IN	Country	USA	Citizenship	USA
Address		20880 Prairie Baptist Road					
Post Office Address		SAME AS ABOVE					
City	Noblesville	State	IN	Zip	46060	Country	USA

Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Lisa	Middle Name	Selsam	Family Name	Beavers	Suffix e.g. Jr.	
Inventor's Signature						Date	
Residence: City	Franklin	State	IN	Country	USA	Citizenship	USA
Address		191 West State Road 252					
Post Office Address		SAME AS ABOVE					
City	Franklin	State	IN	Zip	46208	Country	USA

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Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Christopher	Middle Name	Stephen	Family Name	Siedem	Suffix e.g. Jr.	
Inventor's Signature	<i>[Signature]</i>					Date	2-7-05
Residence: City	Longmont	State	CO	Country	USA	Citizenship	USA
Address	4215 Redmond Drive						
Post Office Address	SAME AS ABOVE						
City	Longmont	State	CO	Zip	80503	Country	USA
Name of Additional Joint Inventor, if any:		<input type="checkbox"/> A Petition has been filed for this unsigned inventor					
Given Name	Ajay	Middle Name		Family Name	Singh	Suffix e.g. Jr.	
Inventor's Signature	<i>[Signature]</i>					Date	1/28/05
Residence: City	Aurora	State	CA	Country	USA	Citizenship	India
Address	2028 South Evanston Court						
Post Office Address	SAME AS ABOVE						
City	Aurora	State	CO	Zip	80014	Country	USA

(Page 4)

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Approved for use through 11/30/2005. UMIS 0001-0030  
U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

## POWER OF ATTORNEY TO PROSECUTE APPLICATIONS BEFORE THE USPTO

I hereby appoint:

☒ Practitioners associated with the Customer Number:

25885

OR

☐ Practitioner(s) named below (If more than ten patent practitioners are to be named, then a customer number must be used):

Name	Registration Number

as attorney(s) or agent(s) to represent the undersigned before the United States Patent and Trademark Office (USPTO) in connection with any and all patent applications assigned only to the undersigned according to the USPTO assignment records or assignment documents attached to this form in accordance with 37 CFR 3.73(b).

Assignee Name and Address:

Eli Lilly and Company  
Patent Division  
PO Box 6288  
Indianapolis, Indiana 46206-6288

A copy of this form, together with a statement under 37 CFR 3.73(b) (Form PTO/SB/96 or equivalent) is required to be filed in each application in which this form is used. The statement under 37 CFR 3.73(b) may be completed by one of the practitioners appointed in this form if the appointed practitioner is authorized to act on behalf of the assignee, and must identify the application in which this Power of Attorney is to be filed.

### SIGNATURE of Assignee of Record

The individual whose signature and title is supplied below is authorized to act on behalf of the assignee

Name	Douglas K. Norman		
Signature	<i>Douglas K. Norman</i>	Date	10 August 2004
Title	Deputy General Counsel, General Patent Counsel	Telephone	317-433-1651

This collection of information is required by 37 CFR 1.33 and 1.35. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.44. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

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PTO/SB/96 (8-96) (MODIFIED)  
 Approved for use through 9/30/98, OMB 0651-0027  
 Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

**CERTIFICATE UNDER 37 CFR 3.73(b)**

First Applicant: Robert Alan Gadski

Serial No.: 10/523,071

Application Date: August 15, 2003

US Nat'l Entry Date: February 23, 2005

Entitled: **SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR  
 ANTAGONISTS, PREPARATION AND THERAPEUTIC USES**

**ELI LILLY AND COMPANY, an Indiana Corporation**

(Name of Assignee)

(Type of Assignee, e.g. corporation, partnership, university, government agency, etc.)

certifies that it is the assignee of the entire right, title and interest in the patent application identified above by virtue of either:

A. ☐ An assignment from the inventor(s) of the patent application identified above.

☐ The assignment was recorded in the Patent and Trademark Office at Reel \_\_\_\_\_, Frame.

☒ The assignment is being submitted separately for recordation; a copy of this assignment is attached.

OR

B. ☐ A chain of title from the inventor(s), of the patent application identified above, to the current assignee as shown below:

1. From: \_\_\_\_\_ To: \_\_\_\_\_  
 The document was recorded in the Patent and Trademark Office at  
 Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
2. From: \_\_\_\_\_ To: \_\_\_\_\_  
 The document was recorded in the Patent and Trademark Office at  
 Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.
3. From: \_\_\_\_\_ To: \_\_\_\_\_  
 The document was recorded in the Patent and Trademark Office at  
 Reel \_\_\_\_\_, Frame \_\_\_\_\_, or for which a copy thereof is attached.

☐ Additional documents in the chain of title are listed on a supplemental sheet.

☐ Copies of assignments or other documents in the chain of title are attached.

The undersigned (whose title is supplied below) is empowered to sign this certificate on behalf of the assignee.

I hereby declare that all statements made herein of my own knowledge are true, and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements, and the like so made, are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date

10/18/2005

  
 Dan L. Wood  
 Patent Attorney

Send to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450

**BEST AVAILABLE COPY**

Page 1 of 4

Docket No. X-14988

**ASSIGNMENT**

**WHEREAS** We, Robert Alan Gadski, Philip Arthur Hipskind, Cynthia Darshini Jesudason, Richard Todd Pickard and Lisa Seksam Beavers are inventors or co-inventors (with the persons listed below) of an invention that is the subject of a patent application ("Application") which is entitled **SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES**, containing 59 pages and 0 drawings, and which:

- ☐ is being filed:  
☒ was filed:

- ☐ in the United States Patent and Trademark Office  
☐ in the United Kingdom Patent Office  
☐ in the European Patent Office  
☐ in the Spanish Patent Office as a European Application  
☐ as an international application under the Patent Cooperation Treaty ("PCT"), with:

- ☒ United States Patent and Trademark Office acting as Receiving Office, or  
☐ International Bureau acting as Receiving Office;  
☐

on August 15, 2003 and accorded serial number PCT/US03123266;

and

**WHEREAS ELI LILLY AND COMPANY**., an Indiana corporation having its principal place of business at Lilly Corporate Center, Indianapolis, Indiana 46285, wishes to acquire the entire interest in all inventions disclosed in such Application;

**NOW, THEREFORE**, in consideration of my employment, any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, I hereby assign to Eli Lilly and Company, its successors and assigns (collectively "Lilly") my entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Lilly for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be

**BEST AVAILABLE COPY**

Page 2 of 4

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granted, as fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Lilly not been made.

For myself and for my heirs, successors and legal representatives, I covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For myself and for my heirs, successors and legal representatives, I further covenant and agree with Lilly that upon request I and they will, without further consideration than that now paid, but at the expense of Lilly: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Lilly any facts known to me or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Lilly, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Lilly or its nominees, in the United States and in all other countries where Lilly may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Lilly and to vest and confirm in Lilly or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated below.

1/25/05  
Date

Robert Alan Gadski  
Robert Alan Gadski  
4431 North Illinois  
Indianapolis, Indiana 46208  
United States of America

UNITED STATES OF AMERICA

STATE OF INDIANA       )  
                                  ) SS:  
COUNTY OF MARION     )

Before me, a Notary Public for Marion County, State of Indiana, personally appeared Robert Alan Gadski and acknowledged the execution of the foregoing instrument this 25<sup>th</sup> day of January, 2005.

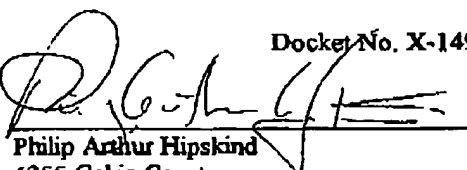
Renee Y. Edwards  
Notary Public  
Commission Expires: \_\_\_\_\_

**Renee Y. Edwards, Notary Public**  
**Resident of Marion County**  
**My Commission Expires:**  
**February 27, 2009**

**BEST AVAILABLE COPY**

Page 3 of 4

Docket No. X-14988

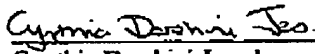
1-28-2005  
Date  
Philip Arthur Hipkind  
4255 Cabin Court  
New Palestine, Indiana 46163  
United States of America

UNITED STATES OF AMERICA

STATE OF INDIANA       )  
                                      ) SS:  
COUNTY OF MARION     )

Before me, a Notary Public for Marion County, State of Indiana, personally appeared Philip Arthur Hipkind and acknowledged the execution of the foregoing instrument this 28<sup>th</sup> day of January, 2005.

Renee Y. Edwards, Notary Public  
Resident of Marion County  
My Commission Expires:  
February 27, 2009

  
Notary Public  
Commission Expires: \_\_\_\_\_1-25-05  
Date  
Cynthia Darshini Jesudason  
1090 Fleetwood Drive  
Indianapolis, Indiana 46228  
United States of America

UNITED STATES OF AMERICA

STATE OF INDIANA       )  
                                      ) SS:  
COUNTY OF MARION     )

Before me, a Notary Public for Marion County, State of Indiana, personally appeared Cynthia Darshini Jesudason and acknowledged the execution of the foregoing instrument this 25<sup>th</sup> day of January, 2005.

  
Notary Public  
Commission Expires: \_\_\_\_\_


Renee Y. Edwards, Notary Public  
Resident of Marion County  
My Commission Expires:  
February 27, 2009

BEST AVAILABLE COPY

Page 4 of 4

Docket No. X-14988

1-25-05  
Date

  
Richard Todd Pickard  
20980 Prairie Baptist Road  
Noblesville, Indiana 46060  
United States of America

**UNITED STATES OF AMERICA**

**STATE OF INDIANA**                 )  
  ) SS:  
**COUNTY OF MARION**                 )

Before me, a Notary Public for Marion County, State of Indiana, personally appeared Richard Todd Pickard and acknowledged the execution of the foregoing instrument this 25<sup>th</sup> day of January, 2005.

**Renée Y. Edwards, Notary Public**  
**Resident of Marion County**  
**My Commission Expires:**  
**February 27, 2009**

Randy Edwards  
Notary Public  
Commission Expires: \_\_\_\_\_

1-25-05  
Date

*Lisa Selsam Beavers*  
Lisa Selsam Beavers  
191 West State Road 252  
Franklin, Indiana 46208  
United States of America

**UNITED STATES OF AMERICA**

**STATE OF INDIANA**               )  
  ) **SS:**  
**COUNTY OF MARION**             )

Before me, a Notary Public for Marion County, State of Indiana, personally appeared Lisa Selsam Beavers and acknowledged the execution of the foregoing instrument this 25th day of January, 2005.

Notary Public  
Commission Expires:

**Renee Y. Edwards, Notary Public**  
**Resident of Marion County**  
**My Commission Expires:**  
**February 27, 2009**

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Docket No. X-14988

## ASSIGNMENT

WHEREAS I, Ajay Singh, am an inventor, hereinafter called "Assignor" of an invention that is the subject of a patent application ("Application") which is entitled, SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES containing 60 pages and 0 drawings, and which:

☐ is being filed:

☒ was filed:

☒ in the United States Patent and Trademark Office

☐ in the United Kingdom Patent Office

☐ in the European Patent Office

☐ in the Spanish Patent Office as a European Application

☒ as an international application under the Patent Cooperation Treaty ("PCT"), with:

☐ United States Patent and Trademark Office acting as Receiving Office, or

☐ International Bureau acting as Receiving Office;

on August 15, 2003, and accorded serial number PCT/US2003/023266;

and

WHEREAS ARRAY BIOPHARMA, INC., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 3200 Walnut Street, Boulder, Colorado 80301, hereinafter called "Assignee," is desirous of acquiring the entire right, title and interest in and to said invention, the application above identified, and in, to and under any Letters Patent which may be obtained to said invention, as hereinafter more fully set forth;

NOW, THEREFORE, in consideration of my employment, any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, I hereby assign to Assignee, its successors and assigns (collectively "Array") my entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Array for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be granted, as

Page 2 of 2

Docket No. X-14988

fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Array not been made.

For myself and for my heirs, successors and legal representatives, I covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For myself and for my heirs, successors and legal representatives, I further covenant and agree with Array that upon request I and they will, without further consideration than that now paid, but at the expense of Array: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Array any facts known to me or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Array, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Array or its nominees, in the United States and in all other countries where Array may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Array and to vest and confirm in Array or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated below.

Date

1/28/05

Ajay Singh  
Ajay Singh  
2028 South Evanston Court  
Aurora, Colorado 80014  
Citizenship: India

UNITED STATES OF AMERICA

STATE OF Colorado  
COUNTY OF Boulder SS:

Before me, a Notary Public for Boulder County, State of CO, personally appeared Ajay Singh and acknowledged the execution of the foregoing instrument this 28 day of Jan, 2005.



Notary Public: T.M. Sorensen  
Commission Expires: 4/23/07



Page 1 of 2

Docket No. X-14988

**ASSIGNMENT**

**WHEREAS I, Christopher Stephen Siedem, am an inventor, hereinafter called "Assignor" of an invention that is the subject of a patent application ("Application") which is entitled, SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES containing 60 pages and 0 drawings, and which:**

☐ is being filed:

☒ was filed:

☒ in the United States Patent and Trademark Office

☐ in the United Kingdom Patent Office

☐ in the European Patent Office

☐ in the Spanish Patent Office as a European Application

☒ as an international application under the Patent Cooperation Treaty ("PCT"), with:

☐ United States Patent and Trademark Office acting as Receiving Office, or

☐ International Bureau acting as Receiving Office;

on August 15, 2003, and accorded serial number PCT/US2003/023266;

and

**WHEREAS ARRAY BIOPHARMA, INC., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 3200 Walnut Street, Boulder, Colorado 80301, hereinafter called "Assignee," is desirous of acquiring the entire right, title and interest in and to said invention, the application above identified, and in, to and under any Letters Patent which may be obtained to said invention, as hereinafter more fully set forth;**

**NOW, THEREFORE, in consideration of my employment, any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, I hereby assign to Assignee, its successors and assigns (collectively "Array") my entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Array for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be granted, as**

Page 2 of 2

Docket No. X-14988

fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Array not been made.

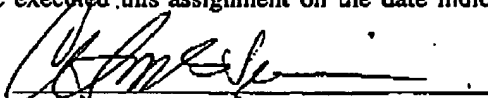
For myself and for my heirs, successors and legal representatives, I covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For myself and for my heirs, successors and legal representatives, I further covenant and agree with Array that upon request I and they will, without further consideration than that now paid, but at the expense of Array: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Array any facts known to me or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Array, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Array or its nominees, in the United States and in all other countries where Array may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Array and to vest and confirm in Array or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated

below. 05 CS5

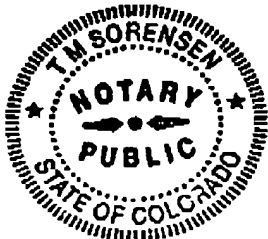
2-9-08  
Date

  
Christopher Stephen Siedem  
4215 Redmond Drive  
Longmont, Colorado 80503  
Citizenship: USA

UNITED STATES OF AMERICA

STATE OF Colorado )  
COUNTY OF Boulder ) SS:

Before me, a Notary Public for Boulder County, State of CO, personally appeared Christopher Stephen Siedem and acknowledged the execution of the foregoing instrument this 9<sup>th</sup> day of Feb, 2005.



Notary Public:   
Commission Expires: 4/25/07

Page 1 of 2

Docket No. X-14988

**ASSIGNMENT**

**WHEREAS, ARRAY BIOPHARMA INC. ("ARRAY"),** by virtue of assignments dated January 28, 2005, between Ajay Singh and ARRAY and February 9, 2005 between Christopher Siedem and ARRAY (copies of which are attached hereto), is a co-owner of the right, title and interest in an invention which is entitled, **SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES** containing 60 pages and 0 drawings, said rights duly assigned to ARRAY by the original inventors Ajay Singh and Christopher Siedem, as indicated on the attached exhibits.

☐ is being filed:☒ was filed:☒ in the United States Patent and Trademark Office☐ in the United Kingdom Patent Office☐ in the European Patent Office☐ in the Spanish Patent Office as a European Application☒ as an international application under the Patent Cooperation Treaty ("PCT"), with:☐ United States Patent and Trademark Office acting as Receiving Office, or☐ International Bureau acting as Receiving Office;

on August 15, 2003, and accorded serial number PCT/US2003/023266;

and

**WHEREAS ELI LILLY AND COMPANY ("ASSIGNEE"),** having a place of business at Lilly Corporate Center, Indianapolis, Indiana, 46285, wishes to acquire the entire right, title and interest in and to all invention disclosed in such Application, and in, to and under any Letters Patent which may be obtained to said invention:

**NOW, THEREFORE,** in consideration of any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, ARRAY hereby sells, signs, assigns, transfers and sets over unto ASSIGNEE, its successors and assigns ARRAY's entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Lilly for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may

Page 2 of 2

Docket No. X-14988

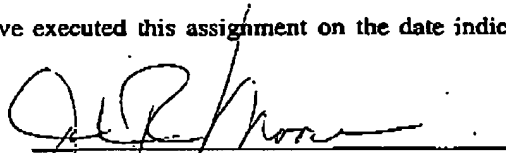
be granted, as fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Lilly not been made.

Array covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

Array further covenants and agrees with Lilly that upon request Array and they will, without further consideration than that now paid, but at the expense of Lilly: (i) arrange to execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Lilly any facts known by Array relating to such inventions or the history thereof; (iii) arrange to execute preliminary statements and arrange for testimony in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) arrange to execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the reasonable opinion of counsel for Lilly, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Lilly or its nominees, in the United States and in all other countries where Lilly may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Lilly and to vest and confirm in Lilly or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated below.

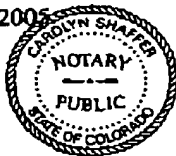
Date 2-23-2005

  
John Moore  
Title: Vice President, General Counsel and  
Corporate Secretary

UNITED STATES OF AMERICA

STATE OF Colorado )  
COUNTY OF Boulder ) SS:

Before me, a Notary Public for \_\_\_\_\_ County, State of Colorado, personally appeared John Moore and acknowledged the execution of the foregoing instrument this 23rd day of February, 2005.



My Commission Expires 03/20/2005

Notary Public:

Commission Expires: 3/20/05

Page 1 of 2

Docket No. X-14988

**ASSIGNMENT**

**WHEREAS I, Ajay Singh, am an inventor, hereinafter called "Assignor" of an invention that is the subject of a patent application ("Application") which is entitled, SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES containing 60 pages and 0 drawings, and which:**

☐ is being filed:

☒ was filed:

☒ in the United States Patent and Trademark Office

☐ in the United Kingdom Patent Office

☐ in the European Patent Office

☐ in the Spanish Patent Office as a European Application

☒ as an international application under the Patent Cooperation Treaty ("PCT"), with:

☐ United States Patent and Trademark Office acting as Receiving Office, or

☐ International Bureau acting as Receiving Office;

on August 15, 2003, and accorded serial number PCT/US2003/023266;

and

**WHEREAS ARRAY BIOPHARMA, INC., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 3200 Walnut Street, Boulder, Colorado 80301, hereinafter called "Assignee," is desirous of acquiring the entire right, title and interest in and to said invention, the application above identified, and in, to and under any Letters Patent which may be obtained to said invention, as hereinafter more fully set forth;**

**NOW, THEREFORE, in consideration of my employment, any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, I hereby assign to Assignee, its successors and assigns (collectively "Array") my entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Array for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be granted, as**

Page 2 of 2

Docket No. X-14988

fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Array not been made.

For myself and for my heirs, successors and legal representatives, I covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For myself and for my heirs, successors and legal representatives, I further covenant and agree with Array that upon request I and they will, without further consideration than that now paid, but at the expense of Array: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Array any facts known to me or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Array, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Array or its nominees, in the United States and in all other countries where Array may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Array and to vest and confirm in Array or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated below.

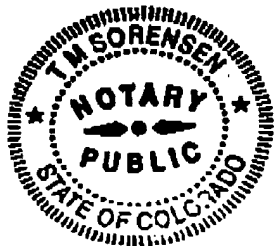
11/28/05  
Date

Ajay Singh  
Ajay Singh  
2028 South Evanston Court  
Aurora, Colorado 80014  
Citizenship: India

UNITED STATES OF AMERICA

STATE OF Colorado  
COUNTY OF Boulder, ss:

Before me, a Notary Public for Boulder County, State of CO, personally appeared Ajay Singh and acknowledged the execution of the foregoing instrument this 28 day of Nov, 2005.



Notary Public: T.M. Sorensen  
Commission Expires: 4/30/07

Page 1 of 2

Docket No. X-14988

**ASSIGNMENT**

**WHEREAS I**, Christopher Stephen Siedem, am an inventor, hereinafter called "Assignor" of an invention that is the subject of a patent application ("Application") which is entitled, **SUBSTITUTED AZEPINES AS HISTAMINE H3 RECEPTOR ANTAGONISTS, PREPARATION AND THERAPEUTIC USES** containing 60 pages and 0 drawings, and which:

☐ is being filed:

☒ was filed:

☒ in the United States Patent and Trademark Office

☐ in the United Kingdom Patent Office

☐ in the European Patent Office

☐ in the Spanish Patent Office as a European Application

☒ as an international application under the Patent Cooperation Treaty ("PCT"), with:

☐ United States Patent and Trademark Office acting as Receiving Office, or

☐ International Bureau acting as Receiving Office;

on August 15, 2003, and accorded serial number PCT/US2003/023266;

and

**WHEREAS ARRAY BIOPHARMA, INC.**, a corporation organized and existing under the laws of the State of Delaware, having a place of business at 3200 Walnut Street, Boulder, Colorado 80301, hereinafter called "Assignee," is desirous of acquiring the entire right, title and interest in and to said invention, the application above identified, and in, to and under any Letters Patent which may be obtained to said invention, as hereinafter more fully set forth;

**NOW, THEREFORE**, in consideration of my employment, any agreements related thereto, or other good and valuable consideration, the receipt of which is hereby acknowledged, I hereby assign to Assignee, its successors and assigns (collectively "Array") my entire right, title and interest in, to and under the Application, including all priority rights for other countries arising therefrom, all inventions therein disclosed, and any and all present or future patent applications to such inventions that may be filed in any country, inclusive of, but not limited to, continuations, continuations-in-part, divisions, substitutions, reexaminations, reissues, international applications filed under the PCT, United States provisional patent applications, subsequent United States provisional patent applications claiming some or all of this invention, certificates of addition, utility models, petty patents, as well as all other intellectual property related to the Application, inclusive of, but not limited to, supplementary protection certificates; and any related patent term extensions which may be granted for Letters Patent with respect to the Application; all of the above to be held and enjoyed by Array for its own use and enjoyment to the full end of the term or terms for which such Letters Patent and related intellectual property rights may be granted, as

Page 2 of 2

Docket No. X-14988

fully and entirely as the same would have been held and enjoyed by me had this Assignment and sale to Array not been made.

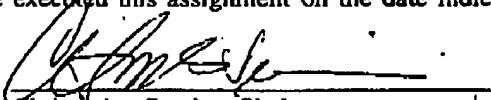
For myself and for my heirs, successors and legal representatives, I covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Assignment.

For myself and for my heirs, successors and legal representatives, I further covenant and agree with Array that upon request I and they will, without further consideration than that now paid, but at the expense of Array: (i) execute original, provisional, substitute, continuation, divisional, continuation-in-part, reexamined, or reissued applications, amended specifications, or rightful declarations or oaths for such application; (ii) communicate to Array any facts known to me or them relating to such inventions or the history thereof; (iii) execute preliminary statements and testify in any interference proceedings, litigation discovery proceedings and depositions, oppositions, cancellation proceedings, priority contests, public use proceedings, administrative agency proceedings, litigation and other court actions and the like; (iv) execute and deliver any application papers, affidavits, declarations, assignments, or other instruments; and (v) do all other acts which, in the opinion of counsel for Array, may be necessary or desirable to secure the grant of Letters Patent and related intellectual property to Array or its nominees, in the United States and in all other countries where Array may desire to have such inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for Array and to vest and confirm in Array or its nominees the full and complete legal and equitable title to all such Letters Patent and related intellectual property.

IN WITNESS WHEREOF I have executed this assignment on the date indicated below. 05 CS

2-9-08

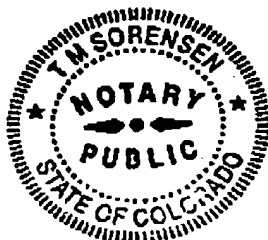
Date

  
Christopher Stephen Siedem  
4215 Redmond Drive  
Longmont, Colorado 80503  
Citizenship: USA

UNITED STATES OF AMERICA

STATE OF Colorado )  
 ) SS:  
COUNTY OF Boulder

Before me, a Notary Public for Boulder County, State of CO, personally appeared Christopher Stephen Siedem and acknowledged the execution of the foregoing instrument this 9th day of Feb, 2005.



Notary Public; 

Commission Expires: 11-23-10